

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 2/28/2010; 4:00 PM ET
	§	Hearing Date: 6/20/2011; 9:00 AM ET

**NINTH QUARTERLY APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS
AND HOLDERS OF DEMANDS FOR THE 39th QUARTERLY
PERIOD FROM OCTOBER 1, 2010 THROUGH DECEMBER 31, 2010**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Alan B. Rich, Esq., pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Retention Order (as defined below), the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the "Interim Compensation Order"), the Amended Administrative Order under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Amended Interim Compensation Order") and Del. Bankr. LR 2016-2, and hereby applies for an order allowing him (i) compensation in the amount of \$28,765.00 for the reasonable and necessary legal services he has rendered to the Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos-Related Property

Damage Claimants and Holders of Demands and (ii) reimbursement of actual and necessary expenses that he has incurred in the amount of \$1,190.02, for a total of \$29,955.02, or one hundred percent (100%) of all compensation and expense reimbursement requested, for the period October 1, 2010 through December 31, 2010 (the "Quarterly Fee Application"), and in support of this Quarterly Fee Application, would respectfully show as follows:

SUMMARY

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	October 1, 2010 through December 31, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$28,765.00
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$1,190.02
This is a(n): <input type="checkbox"/> Monthly <input checked="" type="checkbox"/> Quarterly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid

¹ At 80% of the total incurred.

12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid
2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid

7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/2/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour.² In this Quarterly Application period Mr. Rich billed 44.8 hours,³ for a total amount billed of \$28,765.00, of which 80% (\$22,992.00) has already been paid or has payment pending, leaving the amount not yet approved or paid of \$5,773.00.⁴

² Up to and including the October, 2010 time period (covering 7.1 hours), his billing rate was \$600/hour.

³ Non-Productive travel time is included in this figure, but at 50% of the actual time.

⁴ There was a multiplication error in the 27th Monthly Fee Application, wherein the 7.8 hours spent on confirmation was said to total \$5,045.00, when in fact the correct figure is \$25.00 more, \$5,070.00. Thus, the total sought in this Quarterly Application is \$28,765.00, rather than the stated total of each individual application, which is \$28,740.00.

The time for preparation of this Ninth Quarterly Application is approximately 2.0 hours, for which \$1,300.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	25.3 [at \$650/hr]	\$16,445.00
	5.2 [at \$600/hr]	\$3,120.00
Fee Applications	5.6 [at \$650/hr]	\$3,640.00
	1.9 [at \$600/hr]	\$1,140.00
Travel	13.6 (at 100%) [at \$650/hr]	\$4,420.00 (at 50%)
TOTAL	51.6	\$28,765.00

EXPENSE SUMMARY

Description	Expense
Court Call	\$44.00
Travel	\$1,146.02
TOTAL	\$1,190.02

APPLICATION

1. On April 2, 2001 , (the "Petition Date") each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code (the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors are continuing to operate their businesses and manage their properties and assets as debtors-in-possession pursuant to sections 1107(a) and 1108 of the United States Bankruptcy Code.

2. On May 3, 2001, the Court entered an Interim Compensation Order, as amended by the Amended Interim Compensation Order, establishing procedures for monthly compensation and reimbursement of expenses of professionals (each such application, a "Monthly Fee Application"), and whereby any notice party listed in the Amended Interim Compensation Order may object to such Monthly Fee Application. If no notice party objects to professional's Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection authorizing the interim compensation and reimbursement of eighty percent (80%) of the fees requested and one hundred percent (100%) of the expenses requested, subject to the filing and approval of the interim and final fee applications of the professional.

3. Furthermore, and also pursuant to the Amended Interim Compensation Order, within forty-five (45) days of the end of each quarter, professionals are required to file and serve, upon the notice parties, a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly Fee Application, less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.

4. By an order of this Court, the PD FCR was authorized to retain Alan B. Rich as his counsel, effective as of September 29, 2008 (the "Retention Order"). The Retention Order authorizes the Debtors to compensate Rich at his hourly rate charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that he incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules and orders of this Court.

5. This Quarterly Fee Application, which is submitted in accordance with the Amended Interim Compensation Order, is Rich's Ninth Quarterly Fee Application for compensation for services rendered in connection with the Chapter 11 Cases and covers the 39th Quarterly fee period of October 1, 2010 through December 31, 2010 (the "Fee Period").

6. Rich has filed with the Court the following Monthly Fee Applications for interim compensation during the Fee Period:

- (a) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Sixth Monthly Interim Period from October 1, 2010 Through October 31, 2010, seeking \$3,408.00 in fees (80% of \$4,260.00) and \$44.00 in expenses;
- (b) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Seventh Monthly Interim Period from November 1, 2010 Through November 30, 2010, seeking \$6,012.00 in fees (80% of \$7,515.00) and \$0 in expenses;
- (c) Amended Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Eighth Monthly Interim Period from December 1, 2010 Through December 31, 2010, seeking \$13,572.00 in fees (80% of \$16,965.00) and \$1,146.02 in expenses.

7. The monthly fee applications covered by this Quarterly Fee Application contain detailed daily time logs describing the actual and necessary services provided by Rich during the Fee Period, as well as other detailed information required to be included in fee applications. The Twenty-Sixth, Twenty-Seventh and Twenty-Eighth (Amended) monthly fee applications (collectively, the "Applications") are attached hereto as Exhibits "1," "2" and "3" respectively.

8. The periods for objecting to the fee and expense reimbursements relating to the Twenty-Sixth, Twenty-Seventh and Twenty-Eighth (Amended) monthly fee applications have each passed without any objections being filed, whereupon Rich filed Certificates of No Objection with the Court, and Rich has been paid interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested, except for, as of the date hereof, the Twenty-Eighth Application (Amended), for which a Certificate of No Objection has been filed but payment has not yet been received.

9. Rich has filed eight prior Quarterly Fee Applications.

10. By this Ninth Quarterly Fee Application, Rich requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by Rich from October 1, 2010 through December 31, 2010, and authorize and require payment of said amounts less any amounts previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order. As stated above, the full scope of the services provided and the related expenses incurred are fully described in the Monthly Fee Applications that already have been filed with the Court.

11. Rich reserves his right to seek at a later date compensation for services rendered and expenses incurred during the applicable period that are not otherwise included in the relevant monthly fee application.

12. At all relevant times, Rich has been a disinterested person as that term is defined in Section 101(14) of the United States Bankruptcy Code, as modified by section 1107(b) of the United States Bankruptcy Code and has not represented or held an interest adverse to the interest of the Debtors.

13. All services for which compensation is requested by Rich were performed for or on behalf of the PD FCR and not on behalf of any committee, creditor, or other person.

14. Rich believes that this Quarterly Fee Application complies with the requirements of Del. Bankr. LR 2016-2 and the Amended Interim Compensation Order.

15. During the Interim Period, Rich has received no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases, other than the interim compensation payments pursuant to the Amended Interim Compensation Order. There is no agreement or understanding between Rich and any other person for the sharing of compensation to be received for services rendered in these cases.

16. The professional services and related expenses for which Rich requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with these cases in the discharge of Rich's professional responsibilities as counsel for the PD FCR in the Chapter 11 Cases. Rich's services have been necessary and beneficial to the PD FCR as well as the Debtors and their estates, creditors, and other parties in interest.

17. Pursuant to Fed R. Bankr. P. 2016(b), Rich has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

WHEREFORE, Alan B. Rich, Esq. respectfully requests that the Court enter an order, providing that (a) for the period from October 1, 2010 through December 31, 2010, an administrative allowance be made to Rich in the sum of \$28,765.00 as compensation for reasonable and necessary professional services rendered to the PD FCR and, in the sum of \$1,190.02 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$29,955.02; (b) that the Debtors be authorized and directed to pay to Rich the outstanding amount of such sums, less any sums previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order and (c) this Court grant such other and further relief to which Rich is justly entitled.

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Respectfully Submitted,



Alan B. Rich
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(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

DECLARATION

Alan B. Rich, declares as follows:

I am the counsel hired by the PD FCR with the approval of the Court, and am familiar with the legal services which I rendered to the PD FCR. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I believe that this Application substantially complies with Local Bankruptcy Rules for the District of Delaware.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: February 7, 2011.



CERTIFICATE OF SERVICE

I certify that on the 7th day of February, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



A handwritten signature in black ink, appearing to read "MBRIL", is positioned above a horizontal line.

EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 11/22/2010
	§	Hearing Date: TBD (if needed)

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE TWENTY-SIXTH MONTHLY INTERIM
PERIOD FROM OCTOBER 1, 2010 THROUGH OCTOBER 31, 2010**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	October 1, 2010 through October 31, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$3,408.00 [80% of \$4,260.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$44.00
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
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3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$600 per hour. In this Application period Mr. Rich billed 7.1 hours,² for a total amount billed of \$4,260.00 of which 80% is currently sought, in the amount of \$3,408.00, plus 100% of the expenses incurred during this period, in the amount of \$44.00, for a total currently sought of \$3,452.00.

As stated above, this is the Twenty-Sixth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.0 hour, for which \$600.00 will be requested in a future application.

² Non-Productive travel time, if any, is included in this figure, but at 50% of the actual time.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	5.2	\$3,120.00
Travel	0	0
Fee Application Matters (Monthly & Quarterly, incl. FCR's)	1.9	\$1,140.00
TOTAL	7.1 hours	\$4,260.00

EXPENSE SUMMARY

Description	Expense
Courtcall	\$44.00
TOTAL	\$44.00

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



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(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of November, 2010, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1401 Elm Street
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Fax 214.744.5101
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INVOICE FOR PROFESSIONAL SERVICES (September, 2010)

Client

Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
10/1/2010	Preparation and filing and service of 25th Monthly Fee Application	1.0
10/1/2010	Review Debtors' August, 2010 Monthly Operating Report	0.4
10/4/2010	Review revised order re Project Mallard	0.2
10/5/2010	Review CNO re Hartford settlement	0.1
10/6/2010	Emails to and from debtor re local counsel	0.1
10/6/2010	Review Statement of Ordinary Course Professionals' payments	0.2
10/7/2010	Draft, file and serve CNO for Judge Sanders' June fee application	0.2
10/8/2010	Review Miscellaneous ECF Notices	0.1

10/11/2010	Review Debtors' Motion Requesting The United States District Court to Refer Jurisdiction Of Sealed Air and Fresenius Adversary Proceedings Back To The Bankruptcy Court	0.2
10/12/2010	Review Agenda for October Omnibus hearing	0.2
10/13/2010	Review Order approving Hartford settlement	0.1\
10/13/2010	Review Order dismissing motion re New Jersey department of environment stipulation enforcement	0.1
10/13/2010	Email to client re Omnibus hearing	0.1
10/14/2010	Review Miscellaneous ECF Notices	0.1
10/15/2010	Review Miscellaneous ECF Notices	0.1
10/16/2010	Email to K. Hill re status	0.1
10/18/2010	Email from J. Baer re Mallard order	0.1
10/18/2010	Attend telephonic October omnibus hearing	1.0
10/19/2010	Review Corrected Order Overruling Employee Claims (Substantive)	0.1
10/19/2010	Review Order approving Synthatech transaction	0.2
10/20/2010	Review Miscellaneous ECF Notices	0.1
10/21/2010	Review Miscellaneous ECF Notices	0.1
10/22/2010	Preparation and filing and service of CNO for 25th Monthly Fee Application	0.2
10/22/2010	Review CNO's for Claim Settlement Notices 512 and 1926	0.1
10/25/2010	Review CNO re 2011 Omnibus Hearings	0.2
10/25/2010	Review Modified Order setting 2011 Omnibus Hearing Dates	0.1

10/25/2010	Review 37th Quarterly Settlement Report	0.1
10/26/2010	Preparation, filing and service of the PD FCR's 18th Monthly Fee Application	0.5
10/27/2010	Review Miscellaneous ECF Notices	0.1
10/28/2010	Review Claim Settlement Notice re Rowe environmental property damage settlement	0.5
10/29/2010	Review Canadian ZAI counsels' fee 7 th Fee applications	0.3
10/30/2010	Review CNO's re ZAI counsels' 6th Monthly Fee Applications	0.1

Total: 7.1 hours @ \$600.00/hour = \$4,260.00

Expenses: Courtcall (October Omnibus) – \$44.00

Total Fees and Expenses Due: \$4,304.00

EXHIBIT 2

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
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PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 11.6 hours,² for a total amount billed of \$7,515.00 of which 80% is currently sought, in the amount of \$6,012.00.

As stated above, this is the Twenty-Seventh application for monthly fees and expenses. The time for preparation of this Application is approximately 1.0 hour, for which \$650.00 will be requested in a future application.

² This figure includes 0.5 hours of time (at \$600 per hour) from June, 2010 which was listed, but not included in the total time requested in that bill.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	7.8	\$5,045.00
Travel	0	0
Fee Application Matters (Monthly & Quarterly, incl. FCR's)	3.8	\$2,470.00
TOTAL	11.6	\$7,515.00

EXPENSE SUMMARY

Description	Expense
TOTAL	0.00

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350
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(214) 744-5101 [fax]
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COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of December, 2010, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1401 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (November, 2010)

Client

Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
6/1/2010	Review Motion to approve settlement agreement with Harper Insurance	0.5 ¹
11/1/2010	Review CNO's re Federal Insurance Settlement and Review Withdrawal of CNO	0.2
11/1/2010	Preparation of 26th Monthly Fee Application and Notice and attention to filing and service of same	1.0
11/2/2010	Review withdrawal of appearance of Ted Freedman and revised notice of appearance for K&E	0.1
11/2/2010	Review stipulation resolving Kokkinos property claim	0.1

¹ The fee auditor noticed that, in the June, 2010 bill, the total time billed was .5 hours less than the total of the line items. This .5 hour entry was listed, but not counted in the total, so it is included in this bill.

11/3/2010	Review Pro Hac Vice motion for A. Paul of K&E	0.1
11/3/2010	Review Order approving Federal Insurance Settlement	0.1
11/4/2010	Review Miscellaneous ECF Notices	0.1
11/5/2010	Review Agenda for November Omnibus hearing	0.2
11/5/2010	Email to client re status	0.1
11/5/2010	Review Monthly Operating Report (September 2010)	0.4
11/5/2010	Review Motion to Approve settlement with Associated International Ins. Co.	0.6
11/6/2010	Review Miscellaneous ECF Notices	0.1
11/8/2010	Review Order Referring Jurisdiction to the Bankruptcy Court in Sealed Air and Fresenius	0.1
11/9/2010	Review Donley Pro Hac Vice Order	0.1
11/9/2010	Review Motion to Acquire Concrete Technology company assets	1.5
11/10/2010	Review Miscellaneous ECF Notices	0.1
11/11/2010	Review Miscellaneous ECF Notices	0.1
11/12/2010	Preparation, filing and service of 8th Quarterly Fee Application	2.0
11/12/2010	Preparation, filing and service of 8th Quarterly Fe Application of PD FCR	0.4
11/15/2010	Review Order amended 2011 omnibus hearing date	0.1
11/15/2010	Review Pro Hac Vice Order (Adam Paul)	0.1
11/16/2010	Review Canadian ZAI counsels' Quarterly Fee Applications	0.3

11/17/2010	Prepare and file CNO for 18th Monthly Fee Application of PD FCR	0.2
11/17/2010	Email to client re pending motion	0.1
11/17/2010	Review Renewed Motion re payment of holdback fees in fraudulent conveyance adversaries	0.2
11/18/2010	Email from client re pending motion	0.1
11/18/2010	Review Fee Auditor's report re 37th Quarterly Fee Application of Scarfone Hawkins, Canadian ZAI counsel	0.1
11/18/2010	Review Motion to Approve Settlement with CNA	1.0
11/19/2010	Review Miscellaneous ECF Notices	0.1
11/20/2010	Review Miscellaneous ECF Notices	0.1
11/22/2010	Review Miscellaneous ECF Notices	0.1
11/23/2010	Review CNO re Claim Settlement Notice (Nos. 1641 amd 14037)	0.1
11/24/2010	Review Revised 2011 Omnibus hearing date order	0.1
11/26/2010	Review Miscellaneous ECF Notices	0.1
11/29/2010	Prepare and file CNO for 26th Monthly Fee Application	0.2
11/29/2010	Email to client re status	0.1
11/30/2010	Emails from client re status	0.1
11/30/2010	Review presentation re settlement of Massachusetts tax claims	0.5

Sub-Total: 0.5 hours @ \$600/hour² = \$300.00
11.1 hours @ \$650.00/hour³ = \$7,215.00

Total: \$7,515.00

Expenses: None

Total Fees and Expenses Due: \$7,515.00

² For the omitted June time entry.

³ As of November 1, 2010, Mr. Rich's hourly rate became \$650, an 8% increase over his prior hourly rate.

EXHIBIT 3

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 1/24/2011
	§	Hearing Date: TBD (if needed)

**SUMMARY OF AMENDED APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE TWENTY-EIGHTH MONTHLY INTERIM
PERIOD FROM DECEMBER 1, 2010 THROUGH DECEMER 31, 2010**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	December 1, 2010 through December 31, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$13,572.00 [80% of \$16,965.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$1,146.02
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 26.1 hours,² for a total amount billed of \$16,965.00 of which 80% is currently sought, in the amount of \$13,572.00, plus 100% of the expenses incurred during this period, in the amount of \$1,146.02, for a total currently sought of \$14,718.02.

² Travel Time is included in this figure at 50% of actual time.

As stated above, this is the Twenty-Eighth application for monthly fees and expenses.

The time for preparation of the Original and this Amended Application is approximately 1.0 hour, for which \$650.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	17.5	\$11,375.00
Travel	13.6 (@100%)	\$4,420.00 (@50%)
Fee Application Matters (Monthly & Quarterly, incl. FCR's)	1.8	\$1,170.00
TOTAL	32.9	\$16,965.00

EXPENSE SUMMARY

Description	Expense
Travel	1,146.02
TOTAL	1,146.02

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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
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(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 3rd day of January, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1401 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (December, 2010)

Client

Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
12/1/2010	Review CNO re Associated International Settlement	0.1
12/1/2010	Prepare 19th Monthly Fee Application of PD FCR	0.5
12/1/2010	Prepare 27th Monthly Fee Application	1.0
12/1/2010	Review CNO's for Canadian ZAI fee applications	0.1
12/1/2010	Review October, 2010 Monthly Operating Report	0.4
12/1/2010	Review Notice of Sale of Greenville SC property	0.5
12/1/2010	Review Revised presentation re settlement of Massachusetts tax claims	0.4
12/2/2010	Attend Debtors' teleconference re proposed settlement of Massachusetts tax claims	0.7

12/2/2010	Email from Debtors re question regarding sale of Greenville SC property	0.1
12/2/2010	Review Fee Auditor's Report on 37th Quarterly Fee Applications and email to client re same	0.2
12/3/2010	Review Revised agreement to purchase concrete technology business	1.0
12/3/2010	Review Fifth set of Plan Modifications	2.0
12/3/2010	Review AXA and London Market counsel withdrawals of appearance	0.1
12/3/2010	Review Debtors' 37th Quarterly Fee recommendation chart	0.1
12/3/2010	Review CNO re Order Approving Holdback payments from fraudulent conveyance litigation	0.1
12/6/2010	Review additional plan modification to resolved PD Claims exhibit	0.2
12/6/2010	Review Canadian ZAI Counsel 8th fee applications	0.2
12/6/2010	Review Certification of Counsel re 37th Quarter Project Categories	0.1
12/6/2010	Review Certification of Counsel re 37th Quarter Fees	0.1
12/6/2010	Review Motion to Approve Settlement with Swiss Re	1.0
12/6/2010	Review Claim Objection to claim of NY Hillside	1.0
12/7/2010	Review Motion to Approve Settlement of Massachusetts Tax Claims and email to J. Baer re same	0.8
12/7/2010	Review Agenda for December Omnibus hearing	0.2
12/8/2010	Review Order re Confirmation Issues for December Omnibus hearing	0.1
12/8/2010	Email to client re status and December Omnibus hearing	0.1
12/8/2010	Review Libby Discovery requests to CNA and Debtors	0.3

12/9/2010	Review Order approving Associated settlement	0.1
12/9/2010	Review Order approving purchase of concrete technology business	0.1
12/9/2010	Review Notice of Service of 5th Set of Plan Modifications and emails to client and Class 7A trustee-nominee re same	0.5
12/9/2010	Emails to and from client re December omnibus hearing	0.1
12/9/2010	Prepare and file CNOs for 38th Quarterly Fee Applications of Alan B. Rich and Hon. Alexander Sanders, Jr.	0.3
12/10/2010	Review Order approving 37th Quarterly Fee Applications	0.1
12/10/2010	Review CNO's re Canadian ZAI counsel 3 rd Quarterly Fee Applications	0.1
12/10/2010	Review Revised Agenda for December Omnibus hearing	0.1
12/12/2010	Travel to Wilmington for Omnibus hearing (5.6 hrs.@50%)	2.8
12/13/2010	Attend December Omnibus hearing	1.7
12/13/2010	Travel from Wilmington to Dallas (8 hrs.@50%)	4.0
12/14/2010	Review Miscellaneous ECF Notices	0.1
12/15/2010	Review Motion to Approve Stipulation resolving claims of Massachusetts Department of Environmental Protection	0.6
12/16/2010	Review Miscellaneous ECF Notices	0.1
12/17/2010	Review Order re location of January 2011 Omnibus hearing	0.1
12/17/2010	Review 6th Plan Modifications	0.3
12/17/2010	Review Debtors' Neutocrete Discovery responses	0.3
12/19/2010	Review Miscellaneous ECF Notices	0.1

12/20/2010	Review Hillside response to claim objection	0.1
12/20/2010	Attend telephonic Status conference	0.4
12/21/2010	Review Miscellaneous ECF Notices	0.1
12/22/2010	Prepare Certificates of No Objection to Fee Applications of Alan Rich (27th) and PDFCR (19th) and attention to filing and service of same	0.4
12/23/2010	Review Miscellaneous ECF Notices	0.1
12/24/2010	Review BNSF Objection to CNA settlement	0.5
12/24/2010	Review Certification of Counsel re Plan Modification to Section 3.1.9	0.2
12/24/2010	Review Libby Claimants' Objection to CNA Settlement	0.5
12/27/2010	Review CNO re Swiss Re Settlement	0.1
12/27/2010	Review CNO re Massachusetts Tax Clams settlement	0.1
12/28/2010	Review Miscellaneous ECF Notices	0.1
12/29/2010	Review CNO's re Canadian ZAI counsel monthly fee Applications	0.1
12/29/2010	Review Letter Agreement extending Canadian ZAI Minutes of Settlement and emails to and from client and US ZAI counsel re same	0.3
12/30/2010	Review Miscellaneous ECF Notices	0.1
12/31/2010	Review Miscellaneous ECF Notices	0.1

Total: 26.1 hours @ \$650/hour = \$16,965.00

Expenses: \$1,146.02 (Detail on Exhibit 1)

Total Fees and Expenses Due: \$18,111.02

DATE	DESCRIPTION OF EXPENSE	AMOUNT
12/12/2010	RT Coach Airfare	\$849.40
12/12/2009	Car Rental	\$36.41
12/12/2010	Hotel	\$185.90
12/12/2010	Dinner	\$34.22
12/13/2010	Parking	\$10.00
12/13/2010	Lunch	\$5.28
12/13/2010	Lunch	\$0.99
12/13/2010	Airport Parking	\$23.82
	TOTAL EXPENSES	\$1,146.02